

LATHAM & WATKINS LLP
 Elizabeth L. Deeley (Bar No. 230798)
elizabeth.deeley@lw.com
 505 Montgomery Street, Suite 2000
 San Francisco, California 94111
 T: +1.415.391.0600 / F: +1.415.395.8095

Andrew B. Clubok (*pro hac vice*)
 Susan E. Engel (*pro hac vice*)
 Stephen P. Barry (*pro hac vice*)
andrew.clubok@lw.com
susan.engel@lw.com
stephen.barry@lw.com
 555 Eleventh Street, Suite 1000
 Washington, D.C. 20004
 T: +1.202.637.2200 / F: +1.202.637.2201

William J. Trach (*pro hac vice*)
william.trach@lw.com
 200 Clarendon Street
 Boston, MA 02116
 T: +1.617.948.6000 / F: +1.617.948.6001

Attorneys for Defendants Mark Zuckerberg, Sheryl Sandberg, Marc Andreessen, Andrew W. Houston, Erskine B. Bowles, Jeffrey D. Zients, Susan Desmond-Hellmann, Nancy Killefer, Tracey T. Travis, Robert M. Kimmitt, Reed Hastings, Peter A. Thiel, and Nominal Defendant Facebook, Inc.

Additional Counsel Listed on Signature Page

UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA
 SAN FRANCISCO DIVISION

NATALIE OCEGUEDA, derivatively on
 behalf of FACEBOOK, INC.,

Plaintiff,

vs.

MARK ZUCKERBERG, SHERYL
 SANDBERG, MARC ANDREESSEN,
 ANDREW W. HOUSTON, ERSKINE B.
 BOWLES, JEFFREY D. ZIENTS, SUSAN
 DESMOND-HELLMANN, NANCY
 KILLEFER, TRACEY T. TRAVIS, ROBERT
 M. KIMMITT, REED HASTINGS, PETER A.
 THIEL, and DOES 1-30,

Defendants.,

-and-

FACEBOOK, INC.,

Nominal Defendant.

CASE NO. 3:20-cv-04444-LB

**STIPULATION AND ~~[PROPOSED]~~
 ORDER ALLOWING EXCESS PAGES
 FOR DEFENDANTS' OMNIBUS MOTION
 TO DISMISS PLAINTIFF'S COMPLAINT**

Hon. Laurel Beeler

1 **WHEREAS**, on July 2, 2020, Plaintiff Natalie Ocegueda (“Plaintiff”) commenced this
2 shareholder derivative action on behalf of Nominal Defendant Facebook, Inc. (“Facebook”)
3 against Defendants Mark Zuckerberg, Sheryl Sandberg, Marc Andreessen, Andrew W. Houston,
4 Erskine B. Bowles, Jeffrey D. Zients, Susan Desmond-Hellmann, Nancy Killefer, Tracey T.
5 Travis, Robert M. Kimmitt, Reed Hastings, and Peter A. Thiel (collectively, the “Individual
6 Defendants” and, together with Facebook, “Defendants” and, together with Plaintiff, the
7 “Parties”);

8 **WHEREAS**, Plaintiff’s Verified Shareholder Derivative Complaint (“Complaint”) asserts
9 claims for breach of fiduciary duty, aiding and abetting breach of fiduciary duty, abuse of control,
10 and unjust enrichment (collectively, the “State-Law Claims”) and pursuant to Section 14(a) of the
11 Securities Exchange Act of 1934 (the “Federal Claim”);

12 **WHEREAS**, Nominal Defendant Facebook and the Individual Defendants intend to file
13 an Omnibus Motion to Dismiss the Federal and State Claims asserted against them on several
14 bases, including for failure to make a pre-suit demand on Facebook’s Board of Directors prior to
15 commencing this action, for failure to bring this action in the proper forum, and for failure to state
16 a claim for the Federal Claim pursuant to Federal Rule of Civil Procedure 12(b)(6);

17 **WHEREAS**, pursuant to Local Rule 7-2(b), Facebook and the Individual Defendants could
18 each file separate motions to dismiss each not exceeding 25 pages in length;

19 **WHEREAS**, in the interest of efficiency and due to the complexity and number of issues
20 presented in the Complaint, the Parties have conferred and agreed that Facebook and the Individual
21 Defendants may file one brief not to exceed 35 pages in length; Plaintiff’s opposition to
22 Defendants’ omnibus motion to dismiss shall not exceed 35 pages in length; and Defendants’
23 omnibus reply in support of their motion to dismiss shall not exceed 20 pages in length; and

24 **WHEREAS**, counsel for the Parties respectfully submit that good cause exists to
25 coordinate responses to the Complaint;

26 ///

27 ///

28 ///

1 **IT IS ACCORDINGLY STIPULATED**, by and between the undersigned counsel for the
2 Parties, that:

3 1. Facebook and the Individual Defendants shall file one brief in support of their
4 motion to dismiss not to exceed 35 pages in length;

5 2. Plaintiff's opposition to Defendants' omnibus motion to dismiss shall not exceed
6 35 pages in length; and

7 3. Facebook and the Individual Defendants shall file one brief in reply in support of
8 their omnibus motion to dismiss not to exceed 20 pages in length.

9
10 DATED: September 29, 2020

LATHAM & WATKINS LLP

11 By /s/ Elizabeth L. Deeley

12 LATHAM & WATKINS LLP
13 Elizabeth L. Deeley (Bar No. 230798)
14 *elizabeth.deeley@lw.com*
15 505 Montgomery Street, Suite 2000
San Francisco, California 94111
T: +1.415.391.0600 / F: +1.415.395.8095

16 Andrew B. Clubok (*pro hac vice*)
17 Susan E. Engel (*pro hac vice*)
18 Stephen P. Barry (*pro hac vice*)
19 *andrew.clubok@lw.com*
susan.engel@lw.com
stephen.barry@lw.com
20 555 Eleventh Street, Suite 1000
Washington, D.C. 20004
T: +1.202.637.2200 / F: +1.202.637.2201

21 William J. Trach (*pro hac vice*)
22 *william.trach@lw.com*
23 200 Clarendon Street
Boston, MA 02116
T: +1.617.948.6000 / F: +1.617.948.6001

24 Daniel R. Gherardi (Bar No. 317771)
25 *daniel.gherardi@lw.com*
26 140 Scott Drive
Menlo Park, California 94025
T: +1.650.328.4600 / F: +1.650.463.2600

Attorneys for Defendants Mark Zuckerberg, Sheryl Sandberg, Marc Andreessen, Andrew W. Houston, Erskine B. Bowles, Jeffrey D. Zients, Susan Desmond-Hellmann, Nancy Killefer, Tracey T. Travis, Robert M. Kimmitt, Reed Hastings, Peter A. Thiel, and Nominal Defendant Facebook, Inc.

DATED: September 29, 2020

BOTTINI & BOTTINI, INC.

By /s/ Frank A. Bottini
Francis A. Bottini, Jr. (CA Bar No. 175783)
fbottini@bottinilaw.com
Albert Y. Chang (CA Bar No. 296065)
achang@bottinilaw.com
Yury A. Kolesnikov (CA Bar No. 271173)
ykolesnikov@bottinilaw.com
7817 Ivanhoe Avenue, Suite 102
La Jolla, California 92037
Telephone: (858) 914-2001
Facsimile: (858) 914-2002

Attorneys for Plaintiff

PURSUANT TO STIPULATION, **IT IS SO ORDERED.**

DATED: September 30, 2020



Hon. Laurel Beeler
United States Magistrate Judge

SIGNATURE ATTESTATION

I am the ECF User whose identification and password are being used to file the foregoing Stipulation and [Proposed] Order Allowing Excess Pages for Defendants' Omnibus Motion to Dismiss Plaintiff's Complaint. Pursuant to L.R 5-1(i)(3) regarding signatures, I, Elizabeth L. Deeley, attest that concurrence in the filing of this document has been obtained.

DATED: September 29, 2020

/s/ Elizabeth L. Deeley
Elizabeth L. Deeley